

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

MN: BOSTON SCIENTIFIC SCIMED, INC.

MN: SCIMED LIFE SYSTEMS, INC.

State of Formation and Name of Surviving Entity:

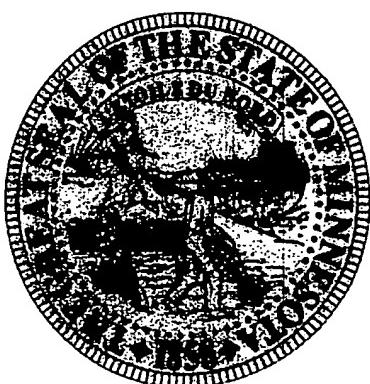
MN: SCIMED LIFE SYSTEMS, INC.

Effective Date of Merger: 1/1/2005--12:01 A.M.

Name of Surviving Entity After Effective Date of Merger:

BOSTON SCIENTIFIC SCIMED, INC.

This certificate has been issued on: 12/22/2004



Mary Kiffmeyer
Secretary of State.